

6095-8  
NOV 16 1988 12 42 PM  
INTERSTATE COMMERCE COMMISSION

United States  
Lease Financing, Inc.



733 Front Street  
San Francisco, California 94111  
(415) 627-9276  
Fax: (415) 398-7029

November 16, 1988

Secretary  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W. No.  
Washington, DC 20423

8-327A000

113

Date NOV 22 1988

6095-L

Attn: Mrs. Mildred Lee, Room 2303

\$ 13.00

Gentlemen:

Enclosed for recordation under provisions of Section 11303 (formerly 20C) of the Interstate Commerce Act and the regulations promulgated thereunder, as amended, is the original and three counterparts of an additional Partial Release of an Agreement and Assignment dated as of March 1, 1971 to a Conditional Sale Agreement dated as of March 1, 1971. The Agreement and Assignment was filed with the Interstate Commerce Commission on May 17, 1971 and assigned ICC Recordation Number 6095-D.

The names and addresses of the parties to the enclosed are:

AGENT AND ASSIGNEE

Bank of America, N.T. & S.A.  
345 Montgomery Street  
San Francisco, CA 94104

MANUFACTURER:

The Chessie Corporation  
2800 Terminal Tower  
Cleveland, OH 44101

The general description of the equipment to be released is contained in the Exhibit attached hereto.

The undersigned is knowledgeable of the matters set forth herein.

Enclosed is a remittance in the amount of \$13.00 covering the required recording fee.

Please return three copies of the Partial Release to my attention.

Very truly yours,

*Desa V. Wakeman*

Desa V. Wakeman  
President  
415/627-9275

DVW/jr  
Encl.

*11 Enclosed by sample*

**Interstate Commerce Commission**  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

11/22/88

Desa V. Wakeman  
President  
U.S. Lease Financing Inc  
733 Front Street  
San Francisco, Calif. 94111

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/22/88 at 12:45pm, and assigned recordation number(s). 6095-L & 6095-M

Sincerely yours,

*Nesta R. McGee*

Secretary

Enclosure(s)

PARTIAL RELEASE OF SECURITY INTEREST

(C & O Trust No. 3)

RECORDATION NO. 6095-8  
MAY 24 1988 12 43 PM  
INTERSTATE COMMERCE COMMISSION

WHEREAS, the undersigned, BANK OF AMERICA, N.A. and S.A. (the "Assignee") is the holder of a Security Interest in certain Railroad Equipment (the "Equipment") pursuant to an Agreement and Assignment (the "Assignment") dated as of March 1, 1971 among THE CHESSIE CORPORATION and INTERNATIONAL RAMCO, INC. (collectively the "Manufacturers") with the Assignee acting as Agent and Assignee under a Finance Agreement dated as of March 1, 1971; and

WHEREAS, the Manufacturers, D.E. Mundell and Ben Maushardt, not individually, but solely as Trustees (the "Trustees"), United States Leasing International, Inc., as Agent for the Trustees and CSX Transportation, Inc. (successor by merger with CHESAPEAKE AND OHIO RAILWAY COMPANY on September 2, 1977) (the "Railroad"), Railroad entered into a Conditional Sale Agreement dated as of March 1, 1971, (the "Agreement"); and

WHEREAS, pursuant to the Assignment, and except as so limited therein, all rights, title, interest, power privileges and remedies of the Manufacturers in and to the Conditional Sale Agreement and the Equipment described therein were assigned to the Assignee; and

WHEREAS, the Conditional Sale Agreement and Amendments thereto were recorded with the Interstate Commerce Commission on April 7, 1971 and May 17, 1971, respectively and assigned ICC Recordation Numbers 6095 and 6095-B, and the Assignment thereto was filed with the Interstate Commerce Commission on May 17, 1971 and assigned ICC Recordation Number 6095; and

WHEREAS, Railroad has determined the Equipment described on Exhibit A attached hereto to be unserviceable for use and final payment has been made to the Assignee for such units AND ONLY SUCH UNITS for those portions of the Certificates of Interest issued by the Assignee; and

WHEREAS, all obligations pertaining to only those units described in the attached Exhibit A, which obligations are stated in the Conditional Sale Agreement thereto have been satisfied; now

WHEREFORE, for good and valuable consideration the undersigned acknowledges payment in full for the unserviceable Equipment and does further hereby release its Security Interest and all its right, title and interest in and to such Equipment.

Dated: November 15, 1988

(Corporate Seal)

BANK OF AMERICA, N.A. & S.A.  
As Agent and Assignee

By: *James Detwiler*

Its TRUST OFFICER

CORPORATE FORM OF ACKNOWLEDGEMENT

State of CALIFORNIA )

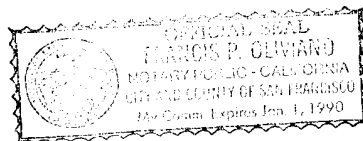
ss:

County of SAN FRANCISCO

On this 15<sup>th</sup> day of Nov., 1988, before me personally appeared Agazio Catania, to me personally known, who being by me sworn, says that he is SENIOR TRUST OFFICER of BANK OF AMERICA NT & SA, that the seal affixed to the foregoing instrument is the seal of said entity, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Francis P. Oliviano  
Notary Public

(SEAL)



My commission expires: 1-1-90

EXHIBIT A

U. S. LEASING      CARS = 41

	OLD		NEW
	INIT NUMBER	~	INIT NUMBER

CO	62768	-	CSXT 811985
CO	62784	-	CSXT 812000
CO	62864	-	CSXT 812075
CO	62873	-	CSXT 812083
CO	62880	-	CSXT 812089
CO	62918	-	CSXT 812127
CO	62923	-	CSXT 812132
CO	62963	-	CSXT 812172
CO	62969	-	CSXT 812178
CO	63061	-	CSXT 812268
CO	63086	-	CSXT 812291
CO	63125	-	CSXT 812330
CO	63136	-	CSXT 812340
CO	63233	-	CSXT 812434
CO	63243	-	CSXT 812444
CO	63248	-	CSXT 812449
CO	63288	-	CSXT 812487
CO	63303	-	CSXT 812502
CO	63312	-	CSXT 812511
CO	63322	-	CSXT 812521
CO	63337	-	CSXT 812554
CO	63366	-	CSXT 812563
CO	63368	-	CSXT 812565
CO	63369	-	CSXT 812566
CO	63409	-	CSXT 812605
CO	63420	-	CSXT 812616
CO	63444	-	CSXT 812638
CO	63466	-	CSXT 812659
CO	63472	-	CSXT 812665
CO	63473	-	CSXT 812666
CO	63484	-	CSXT 812677
CO	63485	-	CSXT 812678
CO	63524	-	CSXT 812714
CO	63532	-	CSXT 812722
CO	63554	-	CSXT 812744
CO	63557	-	CSXT 812747
CO	63569	-	CSXT 812759
CO	63603	-	CSXT 812791
CO	63607	-	CSXT 812794
CO	63663	-	CSXT 812849
CO	63676	-	CSXT 812861